DECLARATION OF G. MICHAEL SIEVERT
Chief Marketing Officer, AT&T Wireless Services, Inc.

I, G. Michael Sievert, hereby declare the following:

1. I am the Chief Marketing Officer and an Executive Vice President of AT&T Wireless Services, Inc. ("AWS"), reporting directly to the company's Chief Executive Officer and the company's President of Mobility Operations. I am responsible for AWS's marketing strategy and programs, including products and offers, advertising and marketing communications, partnerships and direct marketing. I have served as the Chief Marketing Officer for AWS since March 2002.

2. Prior to joining AWS, I was the Chief Marketing and Sales Officer at E*TRADE Group, Inc., in Menlo Park, California, where I led that company's worldwide marketing activities, including sales and product strategy, branding and advertising, business development, and customer relationship management. I have also held management positions with IBM and Procter & Gamble.

3. I received a Bachelor of Science in Economics degree from the Wharton School of the University of Pennsylvania, where I graduated magna cum laude.

4. I have reviewed the Declaration of Marc P. Lefar of Cingular Wireless, LLC ("Cingular"). AWS, like Cingular, has focused on a nationwide strategy in marketing its services, and in 1998 introduced the first nationwide one-rate plan for pricing wireless service. Although AWS's pricing structure and product offerings have evolved over the years, we have remained focused on selling predominantly a nationwide product. As discussed in more detail below, I generally concur with Mr. Lefar that AWS faces many of the same problems as Cingular in meeting current competitive challenges in the wireless marketplace.

5. Like Cingular, AWS views the rise of advanced, high-speed data services ("3G services") as a significant trend in the use and marketing of wireless service. AWS also views its ability to keep pace with other national wireless carriers in the deployment of these

services as crucial to its competitive success. Internationally, 3G services have demonstrated a high potential growth. Domestically, Verizon Wireless and Sprint PCS are aggressively investing in 3G services. In order to compete with these and other wireless service providers, AWS is developing its Universal Mobile Telecommunications System ("UMTS"), as is described further in the Declaration of Greg Slemons. Based upon the demand for AWS's present data services, I believe that 3G services will be a vital area of future growth, particularly for business customers. I have read the declaration of my colleague Greg Slemons with respect to the need for dedicated spectrum to deploy effectively UMTS technology over AWS's network and agree that the combined Cingular-AWS network will create the opportunity to better market advanced, high-speed data technology.

6. In marketing its services, AWS, like Cingular, competes today with at least five other carriers that also market their services on a nationwide basis. I concur with Mr. Lefar's assessment of this competition among these six national competitors, as well as with smaller regional competitors and other nationwide competitors, as fierce. AWS is under constant pressure to lower prices, improve service, add new services, and provide access to better devices in order to attract and retain customers. AWS's churn rate ranges from 2 to 4 percent monthly. I further concur that the advent of wireless local number portability ("LNP") in November 2003 has only made it easier for customers to switch carriers.

7. Over the past five years, the major trend in the wireless industry has been towards national pricing plans. This trend has manifested itself in two ways. First, carriers offer nationwide coverage at a single rate ("national plans"). Second, national and regional plans are generally priced consistently across the nation. AWS concurs with Cingular that the mobility of wireless service and customers, as well as the use of national advertising, constrain AWS's ability to vary its prices across its service area. In addition, every month our customer care operation – which is staffed with approximately 21,000 care representatives – fields calls from the equivalent of approximately 35% of our subscriber base. It would be extremely costly and

difficult for us to equip all those customer care representatives to deal with substantially increased variation in calling plan prices based on the subscribers' home calling areas.

8. As noted above, AWS was an early innovator in nationwide one-rate pricing for wireless services. AWS continues to focus its marketing efforts on nationwide plans. The large majority of our advertising dollars support national rate plans, products, or nationally consistent messages, and in the first two weeks of March of 2004, for example, 52% of AWS's new subscribers chose to subscribe to national plans. I also concur that the current pricing of national plans make them the best value proposition for most customers, even if they travel only occasionally. In addition, our customer research indicates that customers place significant value on plans which provide broad national coverage areas.

9. I concur with Mr. Lefar that there is no area where AWS currently is the only or even the primary source of Cingular's price competition.

10. Like Cingular, AWS needs a true nationwide network, offering consistently high quality service with consistent features, to market its national plans effectively. However, there are presently some gaps in AWS's nationwide coverage, in areas where it has either not been possible or cost-effective for AWS to build out its network.

11. These gaps in coverage affect AWS's ability to market nationwide service. The competitive need to offer plans with true nationwide coverage has led AWS to offer plans (our "Digital One Rate" plans) that include within the bundled rate roaming service on the networks of AWS's preferred roaming partners. Roaming rates are high, however, on both TDMA and GSM networks. Thus, to remain competitive on price, we also offer "National Network" plans that include in the bundled rate service throughout the AWS network but charge roaming rates for all roaming service. As a result of high roaming rates, Digital One Rate plans are priced much higher than National Network plans. For example, the National Network plan at 600 minutes is priced at $39.99, while the Digital One Rate plan at 650 minutes is priced at $79.99. In addition, the National Network plan also includes Unlimited Nights and Weekends

and Unlimited Mobile-to-Mobile calling while the Digital One Rate plan does not. Likewise, certain AWS advanced service may not be available when a customer roams.

12. Consumer dissatisfaction with paying roaming charges and desire for simplicity and predictability in their bills is necessitating moving back to offering primarily one rate pricing without separate customer roaming charges. But, as described above, due to the increased costs to AWS to provide this service, the prices to consumers for these plans will necessarily remain higher than the prices AWS would be able to offer for its network only plans. The merger of Cingular and AWS will reduce roaming costs, resulting in lower one rate prices to consumers.

13. Like Cingular, AWS's marketing efforts have had to address actual or perceived service quality issues. By combining spectrum and infrastructure resources, the merged entity will be in a better position to provide quality service, with fewer capacity problems and "dead spots."

I declare under penalty of perjury that the foregoing is true and correct.

DATED: March 17, 2004

By: /s/
G. Michael Sievert
Chief Marketing Officer and
Executive Vice President
AT&T Wireless Services, Inc.

DECLARATION OF GREG SLEMONS
Executive Vice President, AT&T Wireless Services, Inc.

I, Greg Slemons, hereby declare the following:

1. I am the Executive Vice President, Wireless Network Services ("WNS") of AT&T Wireless Services, Inc. ("AWS"), which is responsible for designing, implementing, and operating the company's national wireless network, including network footprint expansion plans, capacity path growth, and the deployment strategy for the company's next generation wireless network. I also lead the company's IT Governance Board, National Real Estate Operations, and Supply and Asset Management organization. Prior to joining AT&T Wireless, I served as vice president of Wireless Network Services for AT&T, where I led the company's wireless network build out. I was named senior vice president of Wireless Network Services in 1997.

2. My professional experience includes more than 15 years with McCaw Cellular (now AT&T Wireless), where I held a variety of senior technical management/leadership positions, including directing the start-up operations for the company's digital PCS network (as well as the startup operations for many of the AMPS networks and eventual evolution to TDMA for McCaw Cellular in the mid 1980's to the time McCaw Cellular was acquired by AT&T), and leading the end-to-end integration of the company's five regional technical operating units before being acquired by AT&T.

3. I have reviewed the Declaration of William Hogg and Mark Austin.

4. Specifically, I have reviewed Section III, Technological Overview, in the Declaration of William Hogg and Mark Austin, and concur with their description of the evolution of wireless technologies and the challenges posed to TDMA carriers.

5. AWS chose a GSM evolutionary path for reasons similar to those recited by Messrs. Hogg and Austin for Cingular's choice of GSM. In 2000, when AT&T made this decision, GSM infrastructure facilities and handsets designed to operate at 1900 MHz were

readily available from vendors, while 850 MHz GSM equipment was not yet available. Because AWS had acquired 1900 MHz PCS spectrum in many metropolitan areas where it operated 850 MHz cellular systems, the company decided to deploy GSM at 1900 MHz, overlaid on its 850 MHz TDMA/analog network and deployed GSM at 1900 MHz in its 1900 MHz TDMA networks.

6. In May 2003, AWS began adding GSM facilities to its 850 MHz networks, as well. AWS currently has 62% of its GSM sites in 850 MHz licensed areas operating GSM 850 MHz service and all remaining sites will be completed by the third quarter of 2004. As a result, all of AWS's 850 MHz systems will support analog, CDPD, TDMA, and GSM customers, and all of its 1900 MHz facilities currently support GSM and TDMA customers. AWS's GSM infrastructure also provides GPRS, as well as EDGE data services in all sites.

7. Currently, nearly all GSM handsets sold by AWS are dual-band and about 75% of the total base AWS GSM subscribers use dual-band (850-1900 MHz)/AMR handsets. Moreover, all of AWS's TDMA customers have dual-band handsets capable of operating at either 850 MHz or 1900 MHz. As a result, AT&T's 1900 MHz GSM voice service customers (25% of the GSM base) require new handsets to take full advantage of GSM 850 capacity and services quality benefits.

8. Currently, AWS is providing 2.5G data service using GPRS and is offering higher-speed service using EDGE technology nationwide effective November 2003. AWS is scheduled to offer UMTS in four cities in 2004.

9. AWS faces similar challenges in moving toward UMTS as those described in Section IV of the Hogg/Austin Declaration. In addition, the substantial embedded base of AWS customers at 1900 MHz, both TDMA and GSM, limits the amount of spectrum that AWS can make available for deployment of UMTS. UMTS requires a minimum of 10 MHz (paired 5 MHz channels) of clear spectrum, and a fully loaded UMTS system could require up to 30 MHz

(10 MHz for the initial deployment and additional blocks of 10 MHz for capacity as the product scales). Due to these constraints, AWS will only be able to introduce UMTS in limited metropolitan areas with its existing spectrum and will be challenged to support growth for advanced services in these areas.

10. By combining AWS's and Cingular's spectrum assets, the merger will make it possible in many areas to free up 10 MHz for an initial deployment of UMTS, as well as additional blocks of 10 MHz for expanding UMTS capacity, earlier and with less customer disruption than would be possible for AWS standing alone.

11. I generally concur with the analysis in Section V of the Hogg/Austin Declaration concerning the technological benefits of the proposed merger. Like Cingular, AWS has been challenged delivering the quality of service customers demand due to the constraints on capacity imposed by having to maintain separate networks for analog, TDMA, CDPD, and GSM customers. Many AWS's customers still use TDMA handsets, placing limits on the company's ability to devote spectrum to the more efficient GSM technology as well as to free up spectrum for advanced services. Combining the two company's spectrum and networks will allow service to be improved for TDMA customers, increase the spectrum available for GSM, and continue offering analog service, while making spectrum available for UMTS sooner and in more areas.

12. I note, in this connection, that while AWS currently provides analog service throughout its 850 MHz license areas, combining the AWS and Cingular analog networks will result in spectrum savings and may improve service noticeably. If only the redundant control channel is eliminated from the combined system, 1.26 MHz will be conserved even though there would be one more analog voice channel than Cingular is now using. Depending on usage levels, it may be possible to reduce the total number of voice channels per sector needed to accommodate the two companies' total analog usage, as well, for an additional savings of 1.26 MHz. This spectrum could be used directly to increase the capacity and improve the quality of TDMA and/or GSM service. Likewise, merging the two companies' TDMA and

GSM operations would allow the recovery of spectrum dedicated to redundant control channels and allow it to be used to improve capacity and quality.

13. I generally concur with the analysis in Section VI of the Hogg/Austin Declaration. AWS, like Cingular, has been subject to constraints on its ability to roll out advanced 3G services not faced by the two companies' major national competitors. The need to maintain four networks, including three dedicated to legacy services, has made it more difficult for AWS to deploy high-speed 3G services than it is for a company that does not need to support multiple legacy services. With additional spectrum, AWS could easily expand 3G services in all of its metropolitan service areas while maintaining existing analog, TDMA, CDPD, and GSM services. The merger will result in a company with the spectrum needed to offer high-speed 3G services on a schedule and scale that will allow it to remain competitive with other companies, despite the need to support legacy technologies.

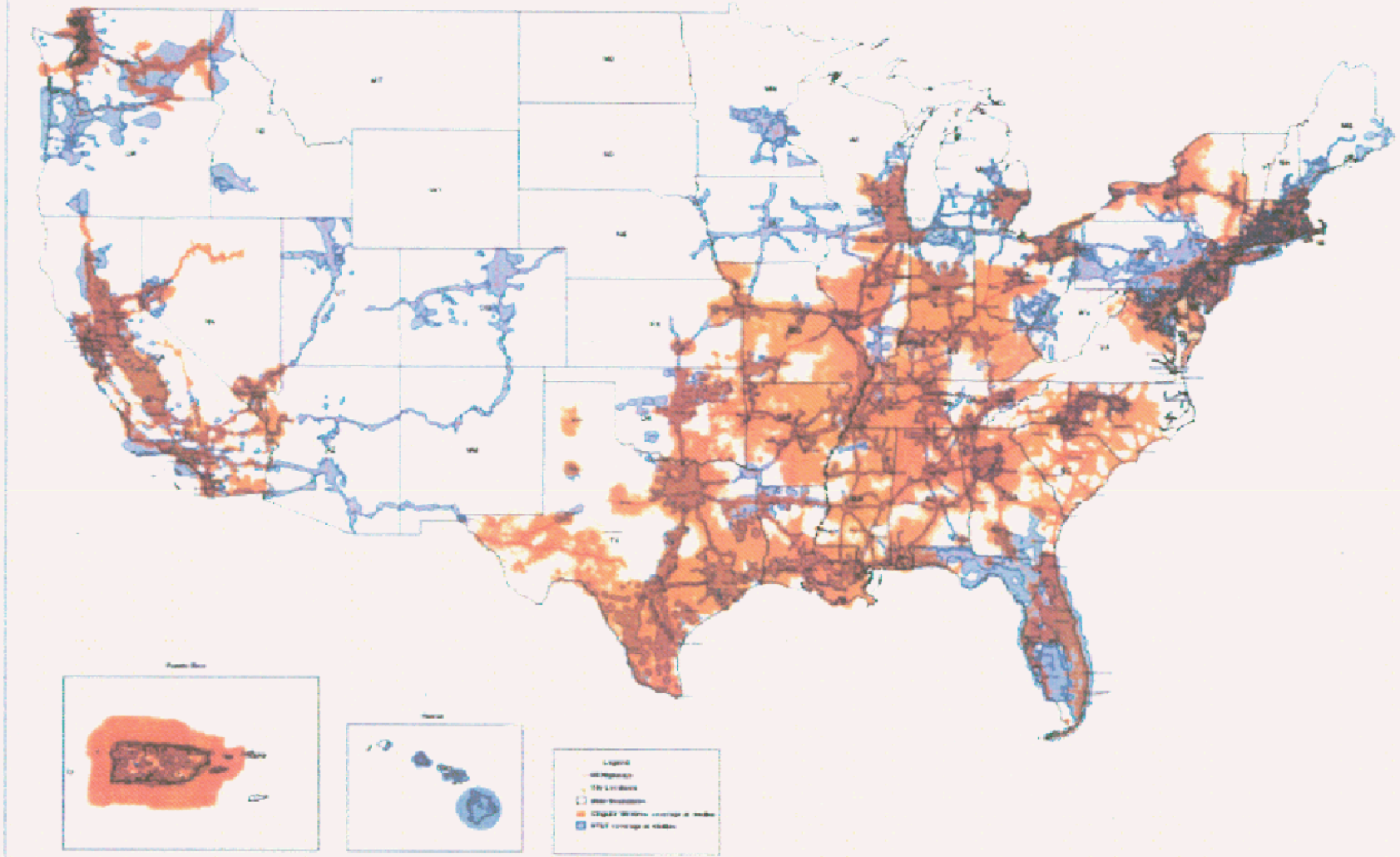
I declare under penalty of perjury that the foregoing is true and correct.

DATED: March 17, 2004

By: /s/
Greg Slemons
Executive Vice President
AT&T Wireless Services, Inc.

cingular
WIRELESS

Cingular & AT&T Coverage Map



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ATTACHMENT 8

Combined AWS/Cingular Spectrum by BTA

(All Cellular and PCS Spectrum Holdings; Grouped by BTA; Includes All Counties Within BTA)

BTA#	*BTA Name*		*MHz (10% or Greater Ownership)*			*MHz (Controlled)*		
County		**State**	**AWS**	**Cingular**	**Total**	**AWS**	**Cingular**	**Total**
BTA001	*Aberdeen, SD*							
Brown		SD	10	0	10	10	0	10
Campbell		SD	10	0	10	10	0	10
Corson		SD	10	0	10	10	0	10
Day		SD	10	0	10	10	0	10
Dewey		SD	10	0	10	10	0	10
Edmunds		SD	10	0	10	10	0	10
Faulk		SD	10	0	10	10	0	10
McPherson		SD	10	0	10	10	0	10
Marshall		SD	10	0	10	10	0	10
Potter		SD	0	0	0	0	0	0
Spink		SD	10	0	10	10	0	10
Walworth		SD	10	0	10	10	0	10
Ziebach		SD	10	0	10	10	0	10
BTA002	*Aberdeen, WA*							
Grays Harbor		WA	25	20	45	10	20	30
Pacific		WA	50	20	70	35	20	55
BTA003	*Abilene, TX*							
Callahan		TX	25	25	50	10	25	35
Coleman		TX	25	0	25	10	0	10
Eastland		TX	25	25	50	10	0	10
Fisher		TX	25	0	25	10	0	10
Haskell		TX	25	0	25	10	0	10
Jones		TX	25	25	50	10	25	35
Kent		TX	25	0	25	10	0	10
Knox		TX	25	0	25	10	0	10
Mitchell		TX	25	0	25	10	0	10
Nolan		TX	25	0	25	10	0	10
Scurry		TX	25	0	25	10	0	10
Shackelford		TX	25	0	25	10	0	10
Stephens		TX	25	0	25	10	0	10
Stonewall		TX	25	0	25	10	0	10
Taylor		TX	25	25	50	10	25	35
Throckmorton		TX	25	0	25	10	0	10

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
County		State	AWS	Cingular	Total	AWS	Cingular	Total
BTA004	*Ada, OK*							
Atoka		OK	20	25	45	10	25	35
Coal		OK	20	25	45	10	25	35
Pontotoc		OK	20	25	45	10	25	35
BTA005	*Adrian, MI*							
Lenawee		MI	30	0	30	30	0	30
BTA006	*Albany-Tifton, GA*							
Baker		GA	20	10	30	20	10	30
Calhoun		GA	20	10	30	20	10	30
Clay		GA	20	10	30	20	10	30
Colquitt		GA	45	10	55	45	10	55
Decatur		GA	20	10	30	20	10	30
Dougherty		GA	20	10	30	20	10	30
Early		GA	20	10	30	20	10	30
Irwin		GA	20	10	30	20	10	30
Lee		GA	20	10	30	20	10	30
Miller		GA	20	10	30	20	10	30
Mitchell		GA	20	10	30	20	10	30
Randolph		GA	20	10	30	20	10	30
Seminole		GA	20	10	30	20	10	30
Terrell		GA	20	10	30	20	10	30
Tift		GA	45	10	55	45	10	55
Turner		GA	20	10	30	20	10	30
Worth		GA	45	10	55	45	10	55
BTA007	*Albany-Schenectady, NY*							
Albany		NY	30	35	65	20	35	55
Columbia		NY	30	10	40	20	10	30
Fulton		NY	20	10	30	10	10	20
Greene		NY	30	10	40	20	10	30
Hamilton		NY	20	10	30	10	10	20
Montgomery		NY	30	35	65	20	35	55
Rensselaer		NY	30	35	65	20	35	55
Saratoga		NY	30	35	65	20	35	55
Schenectady		NY	30	35	65	20	35	55
Schoharie		NY	30	10	40	20	10	30
BTA008	*Albuquerque, NM*							
Bernalillo		NM	30	15	45	30	15	45
Catron		NM	30	15	45	30	15	45

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
	County	State	AWS	Cingular	Total	AWS	Cingular	Total
	Cibola	NM	30	15	45	30	15	45
	Colfax	NM	30	15	45	30	15	45
	Guadalupe	NM	30	15	45	30	15	45
	Harding	NM	30	15	45	30	15	45
	Mora	NM	30	15	45	30	15	45
	Sandoval	NM	30	15	45	30	15	45
	San Miguel	NM	30	15	45	30	15	45
	Socorro	NM	30	15	45	30	15	45
	Torrance	NM	30	15	45	30	15	45
	Valencia	NM	30	15	45	30	15	45
BTA009	*Alexandria, LA*							
	Avoyelles	LA	30	45	75	30	45	75
	Grant	LA	30	20	50	30	20	50
	La Salle	LA	30	20	50	30	20	50
	Rapides	LA	30	20	50	30	20	50
	Vernon	LA	30	45	75	30	45	75
	Winn	LA	30	20	50	30	20	50
BTA010	*Allentown-Bethlehem-Easton, PA*							
	Warren	NJ	35	30	65	35	30	65
	Carbon	PA	35	30	65	35	30	65
	Lehigh	PA	35	30	65	35	30	65
	Northampton	PA	35	30	65	35	30	65
BTA011	*Alpena, MI*							
	Alcona	MI	40	0	40	40	0	40
	Alpena	MI	40	0	40	40	0	40
	Montmorency	MI	40	0	40	40	0	40
	Presque Isle	MI	40	0	40	40	0	40
BTA012	*Altoona, PA*							
	Bedford	PA	20	15	35	20	15	35
	Blair	PA	45	15	60	45	15	60
	Huntingdon	PA	45	15	60	45	15	60
BTA013	*Amarillo, TX*							
	Quay	NM	20	10	30	20	10	30
	Union	NM	20	10	30	20	10	30
	Cimarron	OK	20	10	30	20	10	30
	Armstrong	TX	20	10	30	20	10	30
	Briscoe	TX	20	10	30	20	10	30
	Carson	TX	20	10	30	20	10	30

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
	County	State	AWS	Cingular	Total	AWS	Cingular	Total
	Castro	TX	20	10	30	20	10	30
	Childress	TX	20	10	30	20	10	30
	Collingsworth	TX	20	10	30	20	10	30
	Dallam	TX	10	10	20	10	10	20
	Deaf Smith	TX	10	10	20	10	10	20
	Donley	TX	20	10	30	20	10	30
	Gray	TX	20	10	30	20	10	30
	Hall	TX	20	10	30	20	10	30
	Hansford	TX	20	10	30	20	10	30
	Hartley	TX	10	10	20	10	10	20
	Hemphill	TX	20	10	30	20	10	30
	Hutchinson	TX	20	10	30	20	10	30
	Lipscomb	TX	20	10	30	20	10	30
	Moore	TX	10	10	20	10	10	20
	Ochiltree	TX	20	10	30	20	10	30
	Oldham	TX	10	10	20	10	10	20
	Potter	TX	20	35	55	20	35	55
	Randall	TX	20	35	55	20	35	55
	Roberts	TX	20	10	30	20	10	30
	Sherman	TX	10	10	20	10	10	20
	Swisher	TX	20	10	30	20	10	30
	Wheeler	TX	20	10	30	20	10	30
BTA014	*Anchorage, AK*							
	Aleutians East	AK	10	25	35	0	25	25
	Aleutians West	AK	10	25	35	0	25	25
	Anchorage	AK	10	0	10	0	0	0
	Bethel	AK	10	0	10	0	0	0
	Bristol Bay	AK	10	25	35	0	25	25
	Dillingham	AK	10	25	35	0	25	25
	Kenai Peninsula	AK	10	0	10	0	0	0
	Kodiak Island	AK	10	25	35	0	25	25
	Lake and Peninsula	AK	10	25	35	0	25	25
	Matanuska-Susitna	AK	10	0	10	0	0	0
	Nome	AK	10	0	10	0	0	0
	North Slope	AK	10	0	10	0	0	0
	Northwest Arctic	AK	10	0	10	0	0	0
	Valdez-Cordova	AK	35	0	35	0	0	0
	Wade Hampton	AK	10	0	10	0	0	0
BTA015	*Anderson, IN*							
	Henry	IN	40	10	50	40	10	50

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
	County	State	AWS	Cingular	Total	AWS	Cingular	Total
	Madison	IN	40	35	75	40	35	75
BTA016	*Anderson, SC*							
	Elbert	GA	40	55	95	10	30	40
	Franklin	GA	40	55	95	10	30	40
	Hart	GA	40	55	95	10	30	40
	Stephens	GA	40	55	95	10	30	40
	Abbeville	SC	40	30	70	10	30	40
	Anderson	SC	40	30	70	10	30	40
	Oconee	SC	40	30	70	10	30	40
BTA017	*Anniston, AL*							
	Calhoun	AL	15	25	40	15	25	40
	Clay	AL	15	25	40	15	25	40
	Cleburne	AL	15	25	40	15	25	40
	Randolph	AL	15	25	40	15	25	40
BTA018	*Appleton-Oshkosh, WI*							
	Calumet	WI	20	0	20	20	0	20
	Green Lake	WI	20	0	20	20	0	20
	Outagamie	WI	20	0	20	20	0	20
	Waupaca	WI	20	0	20	20	0	20
	Waushara	WI	20	0	20	20	0	20
	Winnebago	WI	20	0	20	20	0	20
BTA019	*Ardmore, OK*							
	Carter	OK	20	25	45	10	25	35
	Johnston	OK	20	25	45	10	25	35
	Love	OK	20	25	45	10	25	35
	Marshall	OK	20	25	45	10	25	35
	Murray	OK	20	25	45	10	25	35
BTA020	*Asheville-Hendersonville, NC*							
	Avery	NC	30	30	60	10	30	40
	Buncombe	NC	30	30	60	10	30	40
	Cherokee	NC	30	30	60	10	30	40
	Clay	NC	30	30	60	10	30	40
	Graham	NC	30	30	60	10	30	40
	Haywood	NC	30	30	60	10	30	40
	Henderson	NC	30	30	60	10	30	40
	Jackson	NC	30	30	60	10	30	40
	McDowell	NC	30	30	60	10	30	40
	Macon	NC	30	30	60	10	30	40

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
County		State	AWS	Cingular	Total	AWS	Cingular	Total
	Madison	NC	30	30	60	10	30	40
	Mitchell	NC	30	30	60	10	30	40
	Swain	NC	30	30	60	10	30	40
	Transylvania	NC	30	30	60	10	30	40
	Yancey	NC	30	30	60	10	30	40
BTA021	*Ashtabula, OH*							
	Ashtabula	OH	30	30	60	30	30	60
BTA022	*Athens, GA*							
	Clarke	GA	30	25	55	0	25	25
	Jackson	GA	30	25	55	0	25	25
	Madison	GA	30	25	55	0	25	25
	Oconee	GA	30	25	55	0	25	25
	Oglethorpe	GA	30	25	55	0	25	25
BTA023	*Athens, OH*							
	Athens	OH	40	0	40	40	0	40
	Jackson	OH	40	0	40	40	0	40
	Meigs	OH	40	0	40	40	0	40
	Vinton	OH	40	0	40	40	0	40
BTA024	*Atlanta, GA*							
	Barrow	GA	30	35	65	20	35	55
	Bartow	GA	30	35	65	20	35	55
	Butts	GA	30	35	65	20	35	55
	Carroll	GA	30	35	65	20	35	55
	Cherokee	GA	30	35	65	20	35	55
	Clayton	GA	30	35	65	20	35	55
	Cobb	GA	30	35	65	20	35	55
	Coweta	GA	20	20	40	10	20	30
	DeKalb	GA	30	35	65	20	35	55
	Douglas	GA	30	35	65	20	35	55
	Fannin	GA	30	35	65	20	35	55
	Fayette	GA	30	35	65	20	35	55
	Forsyth	GA	30	35	65	20	35	55
	Fulton	GA	30	35	65	20	35	55
	Gilmer	GA	30	35	65	20	35	55
	Gordon	GA	30	35	65	20	35	55
	Greene	GA	30	35	65	20	35	55
	Gwinnett	GA	30	35	65	20	35	55
	Haralson	GA	30	35	65	20	35	55
	Henry	GA	30	35	65	20	35	55

BTA#	BTA Name	MHz (10% or Greater Ownership)			MHz (Controlled)		
County	State	AWS	Cingular	Total	AWS	Cingular	Total
Jasper	GA	30	35	65	20	35	55
Lamar	GA	30	35	65	20	35	55
Meriwether	GA	20	20	40	10	20	30
Morgan	GA	30	35	65	20	35	55
Newton	GA	30	35	65	20	35	55
Paulding	GA	30	35	65	20	35	55
Pickens	GA	30	35	65	20	35	55
Pike	GA	30	35	65	20	35	55
Rabun	GA	30	35	65	20	10	30
Rockdale	GA	30	35	65	20	35	55
Spalding	GA	30	35	65	20	35	55
Towns	GA	30	35	65	20	35	55
Union	GA	30	35	65	20	35	55
Upson	GA	20	20	40	10	20	30
Walton	GA	30	35	65	20	35	55
BTA025 *Atlantic City, NJ*							
Atlantic	NJ	30	35	65	30	35	65
Cape May	NJ	30	35	65	30	35	65
BTA026 *Augusta, GA*							
Burke	GA	60	10	70	10	10	20
Columbia	GA	60	10	70	10	10	20
Glascock	GA	60	10	70	10	10	20
Jefferson	GA	60	10	70	10	10	20
Jenkins	GA	60	10	70	10	10	20
Lincoln	GA	60	10	70	10	10	20
McDuffie	GA	60	10	70	10	10	20
Richmond	GA	60	10	70	10	10	20
Taliaferro	GA	60	10	70	10	10	20
Warren	GA	60	10	70	10	10	20
Wilkes	GA	60	10	70	10	10	20
Aiken	SC	60	10	70	10	10	20
Allendale	SC	60	10	70	10	10	20
Barnwell	SC	60	10	70	10	10	20
Edgefield	SC	60	10	70	10	10	20
BTA027 *Austin, TX*							
Bastrop	TX	20	25	45	20	25	45
Blanco	TX	0	0	0	0	0	0
Burnet	TX	0	0	0	0	0	0
Caldwell	TX	20	25	45	20	25	45

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
County		State	AWS	Cingular	Total	AWS	Cingular	Total
	Hays	TX	45	25	70	45	25	70
	Lee	TX	20	25	45	20	25	45
	Llano	TX	0	0	0	0	0	0
	Travis	TX	45	25	70	45	25	70
	Williamson	TX	45	25	70	45	25	70
BTA028	*Bakersfield, CA*							
	Kern	CA	35	20	55	35	20	55
BTA029	*Baltimore, MD*							
	Anne Arundel	MD	30	35	65	30	35	65
	Baltimore	MD	30	35	65	30	35	65
	Carroll	MD	30	35	65	30	35	65
	Harford	MD	30	35	65	30	35	65
	Howard	MD	30	35	65	30	35	65
	Kent	MD	30	35	65	30	35	65
	Queen Anne's	MD	30	35	65	30	35	65
	Talbot	MD	30	35	65	30	35	65
	Baltimore City	MD	30	35	65	30	35	65
BTA030	*Bangor, ME*							
	Hancock	ME	45	15	60	45	15	60
	Knox	ME	20	15	35	20	15	35
	Penobscot	ME	20	15	35	20	15	35
	Piscataquis	ME	20	15	35	20	15	35
	Waldo	ME	20	15	35	20	15	35
	Washington	ME	45	15	60	45	15	60
BTA031	*Bartlesville, OK*							
	Washington	OK	10	20	30	10	20	30
BTA032	*Baton Rouge, LA*							
	Ascension	LA	30	25	55	30	25	55
	East Baton Rouge	LA	30	25	55	30	25	55
	East Feliciana	LA	30	25	55	30	25	55
	Iberville	LA	30	25	55	30	25	55
	Livingston	LA	30	25	55	30	25	55
	Pointe Coupee	LA	30	25	55	30	25	55
	West Baton Rouge	LA	30	25	55	30	25	55
	West Feliciana	LA	30	25	55	30	25	55
	Wilkinson	MS	30	0	30	30	0	30

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
County		State	AWS	Cingular	Total	AWS	Cingular	Total
BTA033	*Battle Creek, MI*							
Barry		MI	30	0	30	30	0	30
Branch		MI	30	0	30	30	0	30
Calhoun		MI	30	0	30	30	0	30
BTA034	*Beaumont-Port Arthur, TX*							
Hardin		TX	55	15	70	55	15	70
Jasper		TX	55	40	95	55	40	95
Jefferson		TX	55	15	70	55	15	70
Newton		TX	55	40	95	55	40	95
Orange		TX	55	15	70	55	15	70
Sabine		TX	80	40	120	80	40	120
Tyler		TX	55	40	95	55	40	95
BTA035	*Beckley, WV*							
Greenbrier		WV	30	0	30	30	0	30
Monroe		WV	30	0	30	30	0	30
Raleigh		WV	30	0	30	30	0	30
Summers		WV	30	0	30	30	0	30
Wyoming		WV	45	0	45	45	0	45
BTA036	*Bellingham, WA*							
Whatcom		WA	45	20	65	45	20	65
BTA037	*Bemidji, MN*							
Beltrami		MN	0	0	0	0	0	0
Clearwater		MN	0	0	0	0	0	0
Hubbard		MN	0	0	0	0	0	0
BTA038	*Bend, OR*							
Crook		OR	20	0	20	0	0	0
Deschutes		OR	20	0	20	0	0	0
Jefferson		OR	45	0	45	25	0	25
BTA039	*Benton Harbor, MI*							
Berrien		MI	40	0	40	40	0	40
BTA040	*Big Spring, TX*							
Borden		TX	25	10	35	25	10	35
Glasscock		TX	25	10	35	25	10	35
Howard		TX	25	10	35	25	10	35

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
	County	State	AWS	Cingular	Total	AWS	Cingular	Total
BTA041	Billings, MT							
	Big Horn	MT	20	0	20	20	0	20
	Carbon	MT	20	0	20	20	0	20
	Carter	MT	20	0	20	20	0	20
	Custer	MT	20	0	20	20	0	20
	Daniels	MT	20	0	20	20	0	20
	Dawson	MT	20	0	20	20	0	20
	Fallon	MT	20	0	20	20	0	20
	Garfield	MT	20	0	20	20	0	20
	Golden Valley	MT	20	0	20	20	0	20
	McCone	MT	20	0	20	20	0	20
	Musselshell	MT	20	0	20	20	0	20
	Petroleum	MT	20	0	20	20	0	20
	Powder River	MT	20	0	20	20	0	20
	Prairie	MT	20	0	20	20	0	20
	Richland	MT	20	0	20	20	0	20
	Roosevelt	MT	20	0	20	20	0	20
	Rosebud	MT	20	0	20	20	0	20
	Sheridan	MT	20	0	20	20	0	20
	Stillwater	MT	20	0	20	20	0	20
	Sweet Grass	MT	20	0	20	20	0	20
	Treasure	MT	20	0	20	20	0	20
	Valley	MT	20	0	20	20	0	20
	Wheatland	MT	20	0	20	20	0	20
	Wibaux	MT	20	0	20	20	0	20
	Yellowstone	MT	20	0	20	20	0	20
	Big Horn	WY	0	0	0	0	0	0
	Park	WY	0	0	0	0	0	0
	Sheridan	WY	0	0	0	0	0	0
BTA042	Biloxi-Gulfport-Pascagoula, MS							
	George	MS	20	10	30	20	10	30
	Hancock	MS	20	10	30	20	10	30
	Harrison	MS	20	10	30	20	10	30
	Jackson	MS	20	10	30	20	10	30
	Stone	MS	20	10	30	20	10	30
BTA043	Binghamton, NY							
	Broome	NY	45	10	55	45	10	55
	Chenango	NY	20	35	55	20	35	55
	Tioga	NY	45	10	55	45	10	55

BTA#	BTA Name	MHz (10% or Greater Ownership)			MHz (Controlled)		
County	State	AWS	Cingular	Total	AWS	Cingular	Total
Susquehanna	PA	45	10	55	45	10	55
BTA044	*Birmingham, AL*						
Bibb	AL	35	0	35	35	0	35
Blount	AL	35	0	35	35	0	35
Chilton	AL	35	0	35	35	0	35
Coosa	AL	35	0	35	35	0	35
Cullman	AL	35	0	35	35	0	35
Jefferson	AL	35	25	60	35	25	60
Marion	AL	35	25	60	35	25	60
St. Clair	AL	35	25	60	35	25	60
Shelby	AL	35	25	60	35	25	60
Talladega	AL	35	25	60	35	25	60
Tallapoosa	AL	35	0	35	35	0	35
Walker	AL	35	25	60	35	25	60
Winston	AL	35	25	60	35	25	60
BTA045	*Bismarck, ND*						
Adams	ND	20	0	20	0	0	0
Burleigh	ND	20	0	20	0	0	0
Emmons	ND	20	0	20	0	0	0
Grant	ND	20	0	20	0	0	0
Kidder	ND	20	0	20	0	0	0
Logan	ND	20	0	20	0	0	0
McIntosh	ND	20	0	20	0	0	0
Mercer	ND	20	0	20	0	0	0
Morton	ND	20	0	20	0	0	0
Oliver	ND	20	0	20	0	0	0
Sheridan	ND	20	0	20	0	0	0
Sioux	ND	20	0	20	0	0	0
BTA046	*Bloomington, IL*						
De Witt	IL	20	25	45	20	25	45
Livingston	IL	20	25	45	20	25	45
Logan	IL	20	25	45	20	25	45
McLean	IL	20	25	45	20	25	45
BTA047	*Bloomington-Bedford, IN*						
Greene	IN	30	35	65	20	35	55
Lawrence	IN	30	35	65	20	35	55
Monroe	IN	30	35	65	20	35	55
Orange	IN	30	35	65	20	35	55
Owen	IN	30	35	65	20	35	55

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
County		State	AWS	Cingular	Total	AWS	Cingular	Total
BTA048	*Bluefield, WV*							
Bland		VA	30	0	30	30	0	30
Buchanan		VA	20	0	20	20	0	20
Tazewell		VA	30	0	30	30	0	30
McDowell		WV	45	0	45	45	0	45
Mercer		WV	30	0	30	30	0	30
BTA049	*Blytheville, AR*							
Mississippi		AR	30	25	55	30	25	55
Pemiscot		MO	30	25	55	30	25	55
BTA050	*Boise-Nampa, ID*							
Ada		ID	35	10	45	35	10	45
Adams		ID	10	10	20	10	10	20
Boise		ID	10	10	20	10	10	20
Canyon		ID	35	10	45	35	10	45
Elmore		ID	35	10	45	35	10	45
Gem		ID	10	10	20	10	10	20
Owyhee		ID	35	10	45	35	10	45
Payette		ID	10	10	20	10	10	20
Valley		ID	10	10	20	10	10	20
Washington		ID	10	10	20	10	10	20
Baker		OR	0	10	10	0	10	10
Malheur		OR	0	10	10	0	10	10
BTA051	*Boston, MA*							
Essex		MA	30	35	65	30	35	65
Middlesex		MA	30	35	65	30	35	65
Norfolk		MA	30	35	65	30	35	65
Plymouth		MA	30	35	65	30	35	65
Suffolk		MA	30	35	65	30	35	65
Rockingham		NH	30	35	65	30	35	65
Strafford		NH	55	10	65	55	10	65
BTA052	*Bowling Green-Glasgow, KY*							
Allen		KY	30	25	55	30	25	55
Barren		KY	30	0	30	30	0	30
Butler		KY	30	25	55	30	25	55
Clinton		KY	30	0	30	30	0	30
Cumberland		KY	30	0	30	30	0	30
Edmonson		KY	30	25	55	30	25	55
Logan		KY	30	25	55	30	25	55

BTA#	BTA Name		MHz (10% or Greater Ownership)			MHz (Controlled)		
County		State	AWS	Cingular	Total	AWS	Cingular	Total
	Metcalfe	KY	30	0	30	30	0	30
	Monroe	KY	30	0	30	30	0	30
	Simpson	KY	30	25	55	30	25	55
	Warren	KY	30	25	55	30	25	55
BTA053	*Bozeman, MT*							
	Gallatin	MT	0	0	0	0	0	0
	Park	MT	0	0	0	0	0	0
	Yellowstone National Pa	MT	0	0	0	0	0	0
BTA054	*Brainerd, MN*							
	Aitkin	MN	0	0	0	0	0	0
	Cass	MN	0	0	0	0	0	0
	Crow Wing	MN	0	0	0	0	0	0
BTA055	*Bremerton, WA*							
	Kitsap	WA	45	20	65	35	20	55
BTA056	*Brownsville-Harlingen, TX*							
	Cameron	TX	35	25	60	35	25	60
	Willacy	TX	35	25	60	35	25	60
BTA057	*Brownwood, TX*							
	Brown	TX	10	0	10	10	0	10
	Comanche	TX	10	0	10	10	0	10
	Mills	TX	10	0	10	10	0	10
	San Saba	TX	10	0	10	10	0	10
BTA058	*Brunswick, GA*							
	Glynn	GA	30	10	40	0	10	10
	McIntosh	GA	30	10	40	0	10	10
BTA059	*Bryan-College Station, TX*							
	Brazos	TX	30	25	55	30	25	55
	Burleson	TX	30	25	55	30	25	55
	Robertson	TX	30	0	30	30	0	30
BTA060	*Buffalo-Niagara Falls, NY*							
	Erie	NY	30	25	55	30	25	55
	Niagara	NY	30	25	55	30	25	55
	Wyoming	NY	30	0	30	30	0	30
BTA061	*Burlington, IA*							
	Hancock	IL	30	0	30	30	0	30